

ARTICLE IX

The corporation shall have all of the powers conferred by The General Not For Profit Corporation Law of the State of Missouri, except that the corporation shall neither have nor exercise any power, nor engage directly or indirectly in any activity, that would invalidate its status as a corporation which is exempt from Federal income taxation as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1954 or as a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954.

ARTICLE X

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article VIII.

ARTICLE XI

No substantial part of the activities of the corporation shall be the carrying on of propoganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE XII

The corporation shall not operate for the purpose of carrying on a trade or business for profit.

ARTICLE XIII

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the tax-exempt purposes of the corporation, either by direct distribution or by distribution to one or more organizations contributions to which are deductible under Section 170(c) of the Internal Revenue Code of 1954, as the Board of Directors may determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the county in the State of Missouri in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XIV

All references herein to provisions of the Internal Revenue Code of 1954 shall be deemed to include both amendments thereto and corresponding provisions of any future United States Internal Revenue Law.

FURTHER RESOLVED, that the corporation hereby accepts all of the provisions of The General Not For Profit Corporation Law of the State of Missouri, and shall henceforth for all purposes be deemed to be a corporation organized under The General Not For Profit Corporation Law of the State of Missouri.

3. The Resolutions were adopted by the members of the corporation at a meeting duly held on the 25th day of November, 1980, at which a total of nineteen members were entitled to vote, all of whom voted for the Resolutions.

IN WITNESS WHEREOF, the undersigned corporation has caused these Articles of Acceptance to be executed in its name by its President and attested by its Secretary this 21st day of January, 1981.

RESEARCH MEDICAL CENTER

By E. Wynne Tressan
President

ATTEST:

R. T. Hamrick
Secretary

FILED AND CERTIFICATE OF
INCORPORATION ISSUED

FEB 23 1981

James C. Cain
Corporation Dept. SECRETARY OF STATE

